

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

STANADYNE LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10207 (TMH)
(Jointly Administered)

Re: Docket No. 561

**CERTIFICATION OF COUNSEL REGARDING ORDER GRANTING MOTION OF
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR AN ORDER
(I) APPROVING ON AN INTERIM BASIS THE ADEQUACY OF DISCLOSURES IN
THE COMBINED DISCLOSURE STATEMENT AND PLAN OF LIQUIDATION,
(II) SCHEDULING THE CONFIRMATION HEARING AND DEADLINE FOR FILING
OBJECTIONS, (III) ESTABLISHING PROCEDURES FOR SOLICITATION AND
TABULATION OF VOTES TO ACCEPT OR REJECT THE COMBINED PLAN AND
DISCLOSURE STATEMENT, AND APPROVING THE FORM OF BALLOT AND
SOLICITATION PACKAGE, AND (IV) APPROVING THE NOTICE PROVISIONS**

I, Jeffery R. Waxman, hereby certify as follows:

1. On September 8, 2023, the Official Committee of Unsecured Creditors (the “Committee”) for the above-captioned debtors and debtors in possession filed the *Motion of the Official Committee of Unsecured Creditors for an Order (I) Approving on an Interim Basis the Adequacy of Disclosures in the Combined Disclosure Statement and Plan of Liquidation, (II) Scheduling the Confirmation Hearing and Deadline for Filing Objections, (III) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Combined Plan and Disclosure Statement, and Approving the Form of Ballot and Solicitation Package, and (IV) Approving the Notice Provisions* (the “Motion”) [Docket No. 561] with the United States Bankruptcy Court for the District of Delaware (the “Court”).

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number are: Stanadyne LLC (0378); Pure Power Technologies, Inc. (5202); Stanadyne PPT Holdings, Inc. (2594); and Stanadyne PPT Group Holdings, Inc. (1734). The Debtors’ headquarters are located at 405 White Street, Jacksonville, North Carolina 28546.

2. The deadline to object to the Motion was September 22, 2023 at 4:00 p.m. (ET) (the “Objection Deadline”).

3. Before the Objection Deadline the Committee received informal comments from the Office of the United States Trustee (the “U.S. Trustee”) and certain creditors with respect to the proposed form of order (the “Proposed Order”).

4. A revised order (the “Revised Order”) incorporating the comments is attached hereto as **Exhibit A**. A blackline comparing the Revised Order to the Proposed Order filed with the Motion is attached as **Exhibit B**. The U.S. Trustee does not object to the entrance of the Revised order.

5. The undersigned counsel is available should the Court have any concerns with respect to the foregoing, and respectfully requests that the Court enter the proposed Revised Order at its earliest convenience.

Dated: September 25, 2023

MORRIS JAMES LLP

/s/ Jeffrey R. Waxman

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